

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**LEON G. COOPERMAN and
OMEGA ADVISORS, INC.,**

Defendants.

Civil Action No. 2:16-cv-05043-JS

JOINT MOTION TO VACATE

WHEREAS, the parties, Plaintiff, the Securities and Exchange Commission (the “Commission”), and Defendants, Leon G. Cooperman and Omega Advisors, Inc. (“Defendants”) have agreed to a settlement of this action;

WHEREAS, Defendants agree that solely for the purposes of settlement of this action, Defendants waive any objection to venue in the Eastern District of Pennsylvania and consent to seeking vacatur of the portion of this Court’s March 20, 2017 Order dismissing the Second and Third Claims for Relief of the complaint for lack of venue such that, upon approval of the Court, the Second and Third Claims for Relief of the complaint shall be reinstated;

WHEREFORE, Plaintiff and Defendants, by their undersigned counsel, hereby jointly move the Court for an order vacating the portion of the March 20, 2017 Order dismissing the Second and Third Claims for Relief of the complaint without prejudice (Dkt. 39) and reinstating the Second and Third Claims for Relief. A proposed Order is attached.

Dated: May 18, 2017

Respectfully Submitted,

BY: s/ Jennifer Chun Barry
Jennifer Chun Barry
Securities and Exchange Commission
Philadelphia Regional Office
1617 JFK Boulevard, Suite 520
Philadelphia, PA 19103
Telephone: (215) 597-3100
Facsimile: (215) 597-2740

Attorneys for Plaintiff

BY: s/ Daniel J. Kramer
Daniel J. Kramer
Paul, Weiss, Rifkind, Wharton &
Garrison LLP
1285 Avenue of the Americas
New York, NY 10019-6064
Telephone: (212) 373-3020
Facsimile: (212) 492-0020

Attorneys for Defendants